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November 10, 1982

Allen Hinderaker, Esq.
Popham, Haik, Schnobrich,
Kaufman & Doty
4344 IDS Center
Minneapolis, Minnesota 55402

Re: U.S.A. v. Reilly Tar & Chemical Corporation

Dear Al:

Enclosed is a copy of a letter sent today to Steve Shakman concerning the Lindall and Van de North depositions.

It is my intention to notice the depositions of Wayne Popham, Gary McComber and Rolfe Worden. I would appreciate it if you would let me know whether you would take the same position as the State of Minnesota with respect to questions that I might ask them concerning the settlement. If so, I will not waste everybody's time by going through the motions of taking these depositions, but I would expect that you would agree to be bound by any order that was issued by the Court on a motion to compel answers in connection with the Lindall and Van de North depositions. Please let me know your position on these points.

In addition, if you would also take the position that discovery of non-lawyer witnesses who were employed by St. Louis Park would be one pre-requisite to any attempt to obtain information from members of your firm, please identify for me at this time the non-lawyer persons who have knowledge of the handling of the settlement with Reilly and the decision to allow the case to be stricken from the active calendar.

Thank you for your anticipated cooperation.

Yours very truly,

Edward J. Schwartzbauer

EJS:ml
Enclosure

cc: All Attorneys of Record

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November 10, 1982

Stephen Shakman, Esq.
Minnesota Pollution Control Agency
1935 West County Road B2
Roseville, Minnesota 55113

Re: U.S.A. v. Reilly Tar & Chemical Corporation

Dear Steve:

This will confirm our telephone conversation concerning our intention to make a motion to compel answers to questions which were not answered in the Robert Lindall and John Van de North depositions. One of the positions which apparently was advanced by the State in connection with those questions was that persons other than Lindall and Van de North, and who are not attorneys, might have the information that I tried to obtain from them.

Because of the fact that Lindall and Van de North would have more direct knowledge than any other employee of the State of Minnesota concerning the settlement, we believe it is appropriate to take their depositions without exhausting efforts to obtain this information from other State employees. However, we recognize that there is a possibility that the Court may disagree with us. Accordingly, in order to be able to present our motion to compel in a context which is most convenient for the Court, and because of the requirements of local Rule 4, I am writing to you at this time. While we do not agree that it is necessary for us to pursue these questions with respect to non-lawyer witnesses, we are willing to do so without prejudice to our right ultimately to make our motion to compel. We are stymied, however, by the fact that when I asked questions designed to identify the non-lawyer persons who were involved in the decision-making concerning the Reilly case and were able to respond on behalf of the State of Minnesota to the questions which I had asked, the State refused to answer these questions as well. See especially page 39 of the Van de North deposition and pages 95 through 99 of the Lindall deposition.

DORSEY & WHITNEY

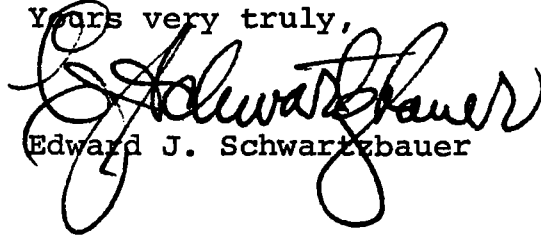
Stephen Shakman, Esq.
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November 10, 1982

Accordingly, we request that you advise us in writing of the identity of the persons who would have knowledge concerning the handling of the Reilly Tar litigation or the decision to allow the case to be stricken from the active calendar. After you have done this, we will be able to determine which non-lawyer witnesses you contend should be deposed as a pre-requisite to asking questions of Lindall and Van de North concerning the settlement. If you have any questions concerning this request, please let us know.

Thank you for your anticipated cooperation.

Yours very truly,

A handwritten signature in dark ink, appearing to read "E. Schwartzbauer", written over the typed name.

Edward J. Schwartzbauer

EJS:ml

cc: All Attorneys of Record